

# **EXHIBIT F**

1 IN THE UNITED STATES DISTRICT COURT

2 IN AND FOR THE DISTRICT OF DELAWARE

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4 MICROSOFT CORPORATION : CIVIL ACTION  
and GOOGLE, INC. :  
5 :  
Plaintiffs :  
6 :  
vs. :  
7 :  
GEOTAG, INC., :  
8 :  
Defendant : NO. 11-175 (RGA)

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10 Wilmington, Delaware  
11 December 8, 2011  
12 10:00 o'clock a.m.  
Motions Hearing

13 - - -

14 BEFORE: HONORABLE RICHARD G. ANDREWS, U.S.D.C.J.

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16 APPEARANCES:

17 Connolly, Bove, Lodge & Hutz, LLP  
BY: ARTHUR G. CONNOLLY, III, ESQUIRE  
18 -and-  
Perkins Coie, LLP  
19 BY: RAMSEY S. AL-SALAM, ESQUIRE

20 Counsel for Plaintiffs

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1 Morris James, LLP  
2 BY: KENNETH L. DORSNEY, ESQUIRE  
-and-  
3 Buether, Joe & Carpenter.  
BY: ERIC W. BUETHER, ESQUIRE

4 Counsel for Defendant

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6 Leonard A. Dibbs  
Official Court Reporter

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10 P R O C E E D I N G S

11  
12 (Proceedings commenced in the courtroom beginning.  
13 at 10:03 o'clock a.m.)

14  
15 THE COURT: Good morning.

16 (All counsel collectively said good morning)

17 THE COURT: So this is Microsoft and Google vs. Geotag,  
18 Civil Action No. 11-175, and I think we have two motions; a  
19 Motion to Dismiss for Lack of Subject Matter Jurisdiction and a  
20 Motion to Transfer to the Eastern District of Texas.  
21 And what I think I'd like to do is talk about the Motion to  
22 Dismiss for Lack of Subject Matter Jurisdiction first, and then  
23 we can talk about the Motion to Transfer.

24 Who is going to present argument for GeoTag, Mr. Dorsney?

25 MR. DORSNEY: Good morning, your Honor.

1 Ken Dorsney from Morris James. I would like to  
2 introduce to the Court to Eric Buether of Buether, Joe &  
3 Carpenter.

4 THE COURT: All right, Mr. Buether.

5 MR. BUETHER: Yes.

6 THE COURT: And Mr. Connolly?

7 MR. CONNOLLY: Good morning, your Honor.

8 Arthur Connolly on behalf of Microsoft and Google.

9 Ramsey Al-Salam from Perkins Coie will be presenting  
10 the argument on plaintiffs' behalf.

11 THE COURT: All right. Thanks, Mr. Connolly.

12 Before we get to the argument, there was one question  
13 that I had -- I have a number of questions -- but there's one  
14 question that I have which it seems to me would be useful to get  
15 out before people start arguing which is this, Google and  
16 Microsoft say some of these companies in Texas have been sued,  
17 have asked for indemnification of the defense, and you have  
18 presented what I counted to be ten letters from corporations  
19 that I mostly heard of saying, you owe us indemnification  
20 pursuant to our agreements.

21 I was curious as to what Google and Microsoft's  
22 response was to these ten letters. Did you say, yes, we do?

23 MR. AL-SALAM: Your Honor, it's a matter of record that  
24 Microsoft is defending some of its customers in Texas. I don't  
25 think there's anything of record that Google is, but I can

1 represent that Google remains in discussions with the customers  
2 about its obligations.

3 THE COURT: All right.

4 Mr. Buether, I assume you're familiar with the  
5 litigation in Texas, right?

6 MR. BUETHER: Very much so, your Honor, yes.

7 THE COURT: Just to make sure, you agree with Mr.  
8 Al-Salam that it's a matter of record in Texas that Microsoft is  
9 defending some of its customers?

10 MR. BUETHER: That is my understanding. Under what  
11 conditions or reservations, I don't know that, but we had a  
12 hearing that was held a couple of weeks ago. The lawyer making  
13 an argument for Motion to Stay did represent that fact and I  
14 have no reason to question that.

15 THE COURT: Okay.

16 Along the same line, your pleading says -- and I'm not  
17 sure whether it's pleading or a briefing -- but it says many  
18 customers. You presented letters from ten, and I appreciate  
19 that if you had 250 of them, that you didn't send me all 250  
20 letters, but I didn't why see anywhere where the many -- I would  
21 have accepted the declaration from you saying that, you know,  
22 the 200, or whatever the number is, and these ten are sort of  
23 representative type letters.

24 Do you know what the number is or at least the minimum  
25 number?

1 MR. AL-SALAM: Your Honor, I don't know the exact  
2 number.

3 THE COURT: But I'm thinking that even though you don't  
4 know the exact number, you must know that there are at least 30,  
5 or at least 60, or something?

6 MR. AL-SALAM: I think there's at least 60 that have  
7 made indemnity claims. If I had to state, based on the  
8 information I have, and to keep in mind, your Honor, some of  
9 these indemnity claims could be made directly to the company and  
10 not through me, and I may not even --

11 THE COURT: Well, no, no, and I noticed that most of  
12 the ones early on were sent it to Google's Legal Department, so  
13 that's the reason why I'm asking not for something you can't  
14 actually know, but something that you can know, which is --  
15 well, at least so far X number have asked for an indemnification  
16 defense.

17 MR. AL-SALAM: My best estimate is that there are more  
18 than, approximately 200 or more of their customers have been  
19 sued, and I believe at least 50 percent have made indemnity  
20 claims or requests.

21 THE COURT: So that would be more than a hundred?

22 MR. AL-SALAM: In the hundred range.

23 THE COURT: Okay.

24 MR. AL-SALAM: That's what I believe, your Honor. If  
25 this is important to the Court, I ask to give me an opportunity